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RTAmobility.com

April 2, 2009

Mr. John R. Fink
Assistant Director for Finance and Accounting
Arizona Department of Transportation
206 S. 17th Avenue, Mail Drop 200B
Phoenix, AZ 85007-3213

RE: Twin Peaks Interchange Memorandum of Understanding

Dear Mr. Fink,

The purpose of this Memorandum of Understanding (MOU) between the Regional Transportation Authority of Pima County (RTA) and the Arizona Department of Transportation (ADOT) is to establish the terms and conditions for the processing of reimbursement payments associated with the construction of the Twin Peaks Interchange Project (ADOT project H583801C) within the Town of Marana.

The RTA Plan, approved by the voters of Pima County on May 16, 2006, specifically authorized the funding of \$30,752,000 for the construction of the Twin Peaks Interchange. To date, the Town of Marana has been reimbursed \$5,000,000 for right of way acquisition by the RTA, leaving \$25,752,000 available for construction. In addition to the RTA funds for this project, the project will receive federal funding through specific appropriations, local funding from the Town of Marana, STP funding and ADOT funding.

ADOT will administer the construction of the Twin Peaks Interchange project, and will be responsible for the issuance of a construction contract. ADOT will review all construction pay requests, change orders, etc., and will seek reimbursement of construction costs from the funding agencies committed to this project. The RTA acknowledges that ADOT may apply funding from the various sources to the project at the times and in the amounts necessary to expeditiously complete the project.

The RTA will establish an LGIP account with the State Treasurer in the amount of \$5,000,000. For construction and related expense reimbursement requests, ADOT will electronically submit to the RTA a Request for Reimbursement together with a copy of the Contractor Pay Request, and supporting documentation for all other related expenses for which reimbursement is sought. A copy of the Request for Reimbursement is attached hereto as Exhibit A. Upon RTA acknowledgement of the receipt of this information, ADOT may withdraw funds in the amount of the Request for Reimbursement from the LGIP account. The

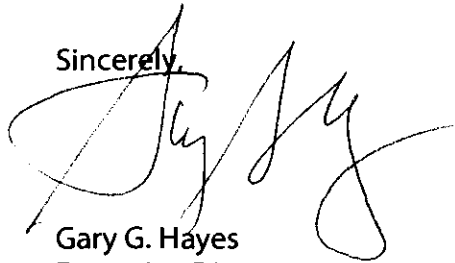
RTA will review the Request for Reimbursement within 14 days of request, and upon completion of the review, RTA will replenish the LGIP account in the amount of the Request for Reimbursement, until the RTA funding commitment is met. ADOT will be notified of all LGIP replenishment amounts.

It is further acknowledged that ADOT may require short term access to the region's 12.6% HURF fund balance as reimbursement is sought from outside funding agencies committed to funding the Twin Peaks Interchange. ADOT will take all steps possible to minimize the use of 12.6% funds for short term financing, and will advise the RTA of its intent to access these funds a minimum of 2 business days prior to fund withdrawal. ADOT will provide a detailed monthly accounting of the use of these funds.

ADOT indicates its agreement with this MOU by the signature of its authorized representative in the space provided below. Please return one copy of the executed MOU to the RTA, and retain the second copy for your records.

ADOT and RTA agree to develop an Intergovernmental Agreement memorializing this MOU.

Sincerely,

A handwritten signature in black ink, appearing to read 'Gary G. Hayes', written over a horizontal line.

Gary G. Hayes
Executive Director

ADOT has reviewed the terms of this MOU, and agrees to comply with its terms.

Arizona Department of Transportation

By: John N. Tull

Date: 4/7/09

Exhibit A
Regional Transportation Authority of Pima County
Request for Project Funding Reimbursement

Project Name: RTA #3, Twin Peaks Road, Silverbell to Interstate 10
ADOT TRACS: 010 PM 240 H583801C
PAG TIP ID: 76.01, 758.00

Estimated Total Construction Cost: \$ 60,000,000

Total Construction Expenditures to date: \$ _____

RTA Funds Available for this Project: \$ 25,752,000

Previous RTA payments \$ _____

Amount of this RTA Funding Request: \$ _____

This payment request is for work performed beginning _____,
thru _____.

Construction is _____% complete

This payment request is for:
(Mark all that apply)

- ☐ In house personnel costs
- ☐ Consultant Costs
- ☐ Right of Way
- ☐ Construction
- ☐ Other

I certify that the foregoing accurately represents the expenditures and status of the project as reflected in our records.

Signature

Date

Printed name

Title

Attachments: Contractor Payment Request, related expense documentation